

# New Jersey Psychiatric Association



A District Branch of the American Psychiatric Association

## **Bylaws of The New Jersey Psychiatric Association A District Branch of the American Psychiatric Association**

### **CHAPTER ONE: NAME; PURPOSES; LEGAL IDENTITY**

#### **Section 1.1**     Name

The name of this organization shall be the New Jersey Psychiatric Association, (hereinafter referred to as the "District Branch"), a District Branch of the American Psychiatric Association, (hereinafter referred to as the "Association").

#### **Section 1.2**     Purposes and Objectives

The purposes for which the District Branch is organized are:

- to promote the common professional interests of its members,
- to improve the treatment, rehabilitation, and care of persons with mental disorders (including intellectual disability and substance-related disorders),
- to advance the standards of all psychiatric services and facilities,
- to promote research, professional education in psychiatry and allied fields, and the prevention of psychiatric disabilities,
- to foster the cooperation of all who are concerned with the medical, psychological, social, and legal aspects of mental health and illness,
- to make psychiatric knowledge available to practitioners of medicine, to scientists, and to the public,
- to promote the best interests of patients and those actually or potentially making use of mental health services, and
- to advocate for its members.

#### **Section 1.3**     Legal Identity

The District Branch shall remain incorporated under the laws of the State of New Jersey as a non-profit professional organization. The District Branch is organized exclusively as a professional organization not organized for profit, within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended. No part of the net earnings of the District Branch shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the District Branch shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

#### **Section 1.4**     Dissolution

If the District Branch may need to dissolve, the District Branch Leadership (President, Executive Council, Executive Staff) should consult with the Association General Counsel, Office of District Branch/State Association (DB/SA) Relations, the Assembly Executive Committee, and the Association Chief Financial Officer to discuss options to maintain its viability.

If viability is not feasible, the District Branch should address the following issues as part of the dissolution process:

1. The Association requires members located in the United States to maintain simultaneous membership in their local District Branch and as Assembly representation is based on District Branch membership, the dissolving District Branch should coordinate with the Association's Office of District Branch/State Association (DB/SA) Relations and the Assembly officers to ensure that the members will be able to join another District Branch.

- a. This can be done by:
    - 1) A new District Branch being formed with the same geographical boundaries as the dissolving District Branch,
    - 2) A formal process of a dissolving District Branch working with a neighboring District Branch to form a new combined District Branch, or
    - 3) The members of a dissolving District Branch being given a choice of other District Branches to join depending on the geography of the State.
  - b. If the dissolution of a District Branch leads to the creation of a multi-state District Branch, the new District Branch will need to represent the needs of all of its members.
  - c. All efforts should be made to maintain Area affiliation.
2. The dissolving District Branch should follow the legal requirements of their state of incorporation.
  3. Until members of the dissolved District Branch join another District Branch, they will be APA members at large.
  4. Assembly Representation – The Assembly Representatives from the dissolved District Branch should continue to serve in the Assembly for the remainder of the Assembly term. If they are unable to serve, the Area Council will appoint a temporary replacement until the next Assembly term.
  5. In the event of dissolution, all assets of this District Branch shall be forthwith distributed to the Association solely for scientific and educational purposes.

### **Section 1.5**     Territorial Jurisdiction

For the objectives stated above, the territorial jurisdiction of the District Branch shall be delimited by the boundaries of the State of New Jersey.

## **CHAPTER TWO: MEMBERS**

### **Section 2.1**     Requirements for Membership

Requirements for membership in the District Branch shall be the same as those for the Association at the time of application.

### **Section 2.2**     Qualifications

Any physician who is eligible for the categories of membership below shall be eligible for membership.

### **Section 2.3**     Categories of District Branch membership

Categories of membership and qualifications thereof in the District Branch shall be consistent with those of the Association. There shall be the following categories of members who are to qualify according to the standards and procedures of the Association as set forth in Chapter 2.1 of the Association Bylaws. They are:

- Resident-Fellow Members
- General Members
- Fellows
- Distinguished Fellows
- Life Status (Life Member, Life Fellow, or Distinguished Life Fellow)
- Semi-Retired Status (new category beginning with the 2022 membership year)
- Retired Status (new category beginning with the 2022 membership year)
- Inactive Status

Starting in 2022, Life Status will be an honorary designation that can be achieved by either (i) being a member for 30 total years or more (years do not have to be consecutive); or (ii) paying lump sum dues to become a member for life.

### **Section 2.4**     Voting

The right to vote shall be the same as in the Association Bylaws. Members with voting rights are Resident-Fellow Members, General Members, Fellows, Distinguished Fellows, Life Members, Life Fellows, Distinguished Life Fellows, Semi-Retired and Retired. All other categories of membership are non-voting. Each voting member shall have one vote.

### **Section 2.5**     Election to Membership

Election to membership in the District Branch shall be based on the following:

- Applications for membership in the District Branch shall be made through the Association's Membership Committee in accordance with procedures established by the Association's Board of Trustees.
- Review of applications for membership in the District Branch shall be made in accordance with procedures established from time to time by the District Branch Board of Trustees (BOT).
- Membership actions will become effective after initial approval by the Association and with input from the District Branch if provided within the specified time.

### **Section 2.6**     Transfer and Advancement

Procedures for transfer of membership between District Branches and for advancement of membership shall be established by the Association. In the event of such a transfer or advancement being denied, any appeal shall be conducted in accordance with Association procedures.

### **Section 2.7**     Application of Fellows and Nomination of Distinguished Fellows

Application of General Members for fellowship status is primarily the responsibility of the Association. Nomination of General Members or Fellows for distinguished fellowship status is primarily the responsibility of the District Branch. Election of Fellows and Distinguished Fellows is by the Board of Trustees of the Association upon recommendation of the Association's Membership Committee.

### **Section 2.8**     Dues

Every Semi-Retired, Retired, Life Member, Life Fellow, Distinguished Life Fellow, Fellow, Distinguished Fellow, General Member, and Resident-Fellow Member shall pay both District Branch dues and assessments as determined by the District Branch.

### **Section 2.9**     Inactive Status and Dues Waiver

The Association's Board in its sole discretion may place members from any category in inactive status, excuse payment of dues, and waive or reduce dues of members. The intent of inactive status or dues waiver is that it be limited to those Members who have had an event that temporarily impacts their ability to work. Applications for inactive status and dues waivers will be reviewed by the District Branch BOT and the determination will be reported to the Association.

The inactive status and dues waiver shall not be used to accommodate Semi-Retired or Retired members after 2021. Members in Inactive Status shall not receive credit for those years of inactive status toward the number of years of active membership required for Life status. Members who have received a dues reduction or waiver shall receive credit for those years the members are in the dues waiver or reduction status toward the number of years of active membership required for Life status.

### **Section 2.10**    Termination of Privilege of Membership (See also Chapter Seven, Ethics Complaints and Disciplinary Procedures)

Membership in the Association is a privilege and not a right. The Association's Board may, in its sole discretion, terminate, suspend, or otherwise limit or modify a membership for cause (including without limitation, nonpayment of dues, ethical violations, unprofessional or illegal conduct or other actions that the Association's Board determines are injurious to the District Branch or its reputation). Procedures for acting pursuant to this section and for appeals from membership termination shall be consistent with the procedures established by the Association.

## **CHAPTER THREE: BOARD OF TRUSTEES**

### **Section 3.1**     Members and Terms of Office

**Section 3.1.1.** The **voting members** of the District Branch Board of Trustees shall consist of a:

- President
- President-elect

- Vice President
- Secretary-Treasurer
- Immediate Past President
- 8 Trustees
  - 3 Trustees-at-Large (whenever possible one from the Northern, one Central, and one Southern region of NJ\*),
  - 1 ECP Trustee,
  - 1 Resident Trustee (selected from the members of the resident workgroup chosen according to procedures in Section 8.6),
  - 1 Trustee from each of these three councils: Council on Advocacy, Educational Event Planning, and Member Programs & Communications. The President may designate either the chair or co-chair of each Council as trustee. If the designated council trustee cannot attend a meeting, the undesignated chair or co-chair may attend and vote.
 

\*Northern Region (Sussex, Warren, Passaic, Bergen, Morris, Essex, Hudson counties), Central Region (Somerset, Hunterdon, Middlesex, Mercer, Monmouth, Union counties), Southern Region (Ocean, Burlington, Camden, Gloucester, Atlantic, Salem, Cumberland, Cape May counties)
- District Branch representatives to the Association Assembly & the Area 3 Council

The **non-voting members** of the BOT shall consist of the Executive Director and any District Branch member who holds an elected Association position, that is, either an Assembly officer or Area 3 position or an Association Officer or Trustee position.

**Section 3.1.2 The terms of the Officers, Trustees-at-Large, ECP Trustee, Resident Trustee and Representatives to the Assembly** are as follows:

*One Year with Possible Re-election for a Second Consecutive One-year Term:*

President  
 President-elect  
 Vice President

*One Year*  
 Resident Trustee

*Two Years*  
 Secretary-Treasurer  
 Trustee-at-Large (three positions) --A maximum of two trustees at large may term-out in the same year.  
 ECP Trustee

*Three Years*  
 Representatives to the Assembly (if possible, terms of the assembly representatives will not end in the same years) (**see Chapter Five of these Bylaws**)

*Appointed Positions with No Term Limit*  
 Trustee positions held by the chairs or co-chairs of the Council on Advocacy, Council on Educational Event Planning, and Council on Member Programs and Communications

**Section 3.2 Nomination Procedures**

Only voting members of the District Branch shall be eligible for nomination and election to office.

All Officers, Trustees-at-Large, the ECP Trustee, and Representatives to the Assembly shall be elected in the following manner: A Nominating Committee, composed of seven members, and consisting of the

Immediate Past President (who shall be its chairperson) and six other members, shall be appointed by the BOT on recommendation of the President, and announced to the District Branch membership. At least two members of this Committee shall not be current Officers or other members of the BOT. Whenever possible, at least one Past-President (in addition to the Immediate Past President) shall serve as a committee member. The Nominating Committee members will serve a two-year term which shall begin on the last day of the Association annual meeting. This Committee shall recommend a panel of candidates annually for each office vacant or to become vacant to the BOT at the March meeting or as soon thereafter as possible.

The provisions of the above paragraph shall take effect on May 25, 2023. The current (as of the date of signing of this Bylaws) Nominating Committee members' term of service shall expire on May 24, 2023.

Any voting member of the District Branch may, on his or her own initiative, make a nomination for any office by a letter which reaches the President in time for him or her to present it to the District Branch at the next meeting. Nominations for more than one office may be made by such letter, if it is endorsed by a number of voting members equal to the number of nominations made.

At a BOT meeting, the President will accept further nominations, if any, from the members present at this meeting. If there is no contest for any office after nominations are received at the meeting, the President may call for an immediate vote of the BOT and unanimous election of the proposed slate may be affected. If there is a contest for one or more office, the Secretary-Treasurer shall oversee that the Executive Director sends a ballot thereafter to all voting members of the District Branch with the ballot containing all nominations.

Election will be affected in the following manner: all ballots received by the Executive Director by the specified date will be tabulated, and an announcement will be made by the Executive Director at the next meeting of the District Branch. The candidate for each office receiving the greatest number of votes shall be declared elected.

### **Section 3.3**     Quorum; Action

A majority of the voting members of the BOT shall constitute a quorum of the BOT. 4% of voting members of the District Branch shall constitute a quorum of the District Branch. Unless otherwise provided in these bylaws, the act of a majority of the voting members present at any meeting at which there is a quorum shall be the act of that body.

### **Section 3.4**     Meetings

Meetings of the BOT shall be held on a schedule as specified in the District Branch Policy and Procedures determined by the BOT. A meeting shall be designated each term as the annual business meeting. Special meetings may be called by the President or upon petition signed by 40 members of the District Branch. The Executive Director shall notify members of meetings not less than one week before the meeting. The current edition of The Standard Code of Parliamentary Procedure shall govern the procedures of the District Branch.

### **Section 3.5**     Ethics Committee

This Committee shall be appointed by and report directly to the BOT. It is recommended that the Chairperson shall be a former President of the District Branch, and there shall be six other members appointed at least three of whom shall not be current officers of the District Branch. An additional member of the Committee may be appointed by the Chairperson from among the members in good standing of the District Branch under special circumstances or where special needs exist, as determined by the Chairperson in consultation with the Committee, with the consent of the BOT. A complaint regarding a member of the Committee shall disqualify the member from sitting on the Committee and hearing that complaint. In such a case where a Committee member is disqualified, substitute members shall be designated by the President. The Ethics Committee will hear complaints in accordance with the procedures of the Association and the provisions of Chapter 7 of these Bylaws.

### **Section 3.6**     Emergencies

The BOT may act in an emergency without a quorum and without a meeting to preserve the assets of the District Branch if the emergency makes it not feasible to have a quorum or meeting and attempt was made to convene a quorum and meeting of the BOT. Emergency situations include but are not limited to such things as terrorist attacks, natural and manmade disasters and the like that require immediate action to preserve the assets of the District Branch.

## **CHAPTER FOUR: OFFICERS**

### **Section 4.1**     Officers Designated

The officers of the District Branch shall be a President, a President-elect, a Vice President, a Secretary-Treasurer, and such other officers and assistant officers as the BOT may from time to time determine. No two offices may be held simultaneously by the same person. Each term of office shall begin on the last day of the Association annual meeting.

### **Section 4.2**     President

The President shall be the chief executive officer of the District Branch. The President shall preside at all meetings of the membership and of the BOT and shall otherwise perform such duties as are customary for presiding officers.

### **Section 4.3**     President-elect

The President-elect, in the absence of the President, shall perform the duties of the President. The President shall assign specific duties to the President-elect.

### **Section 4.4**     Vice President

The Vice President, in the absence of the President and President-elect, shall perform the duties of the President. The President shall assign specific duties to the Vice President.

### **Section 4.5**     Secretary-Treasurer

The Secretary-Treasurer shall oversee that the Executive Director:

- keeps a record of the proceedings of all meetings of the District Branch including the BOT
- keeps a list of all members
- issues notices of all meetings
- notifies officers, trustees, assembly representatives and members of councils of their election or appointment

The Secretary-Treasurer shall:

- certify all official records
- have charge of all funds
- chair the Council on Finance and Resources
- direct the process of formulating an annual budget
- give a financial report to the BOT at each of its regular meetings
- oversee payment of all expenses of the District Branch
- present an annual report to the District Branch on the official transactions of income and expenditures of the District Branch at a specified meeting
- review the accountant's reports and tax filings, and
- be the signatory on the District Branch's bank or other accounts to authorize transactions. The BOT shall designate other officers as secondary and tertiary signatories as necessary to authorize transactions in the absence of the Secretary-Treasurer.

### **Section 4.6**     Assumption of Office

All officers and other members of the BOT shall assume their respective offices at the close of business on the last day of the Annual Meeting of the Association and shall continue in office until their successors are duly elected and assume office.

#### **Section 4.7**     Recall

An action for recall of an officer or any member of the BOT of the District Branch may be initiated by a petition signed by 50 voting members of the District Branch or by a majority of the voting members of the BOT. The petitioners shall set forth the reasons for initiating the petition and this shall be forwarded to the Secretary-Treasurer (or the President if the Secretary-Treasurer is the subject of the petition) with a copy to the officer in question. Then, the Executive Director shall send a ballot to the general voting membership of the District Branch to be returned no later than 30 days upon its issuance. Recall shall be affected if two-thirds of the voting membership so indicates.

#### **Section 4.8**     Vacancies

Vacancies among the officers and other members of the BOT shall be filled as follows:

##### President

If the office of President becomes vacant, the President-elect will become Acting President for the remainder of the President's term.

##### Representative to the Assembly

If a position of Representative to the Assembly becomes vacant, the BOT will elect a new Representative, who will assume the duties of the office until the following election period for that position, when a new Representative to the Assembly shall be elected according to section 3.2 of these Bylaws.

##### Other Vacancies

In the event any other office becomes vacant before expiration of a term, the BOT shall elect a member to serve for the remainder of the term.

### **CHAPTER FIVE: REPRESENTATIVES**

The District Branch shall have Representatives to the Assembly of the Association. The Representatives shall serve as voting members of the BOT, attend meetings of the Association Assembly and the Area Council, and submit reports to the BOT on the activities of the Assembly and the Area Council. Such Representatives shall be elected in accordance with the procedures set out in Section 3 of these Bylaws, and shall serve for a term of three years or until a successor is elected. When appropriate, such Representatives shall be instructed by the BOT and/or District Branch as to its wishes on various matters.

### **CHAPTER SIX: COMMITTEES AND OTHER ORGANIZATIONAL ENTITIES**

#### **Section 6.1**     Executive Committee

This Committee shall consist of the officers and the immediate Past President. The Executive Director shall serve as a non-voting member of the Executive Committee. The Executive Committee shall meet before each BOT meeting and, in addition, whenever the President deems it necessary for conducting the business of the District Branch.

#### **Section 6.2**     Composition of Councils

The incoming District Branch President shall recommend a Chair and Co-Chair of each Council to the BOT for approval. The Chair and Co-Chair's term of service shall be concurrent with that of the incoming President; one year with possible re-appointment for a second consecutive one-year term. There shall be no term limits for a Council Chair or Co-Chair and the Chair and Co-Chair shall assume their respective offices at the close of business on the last day of the Annual Meeting of the Association. Once approved by the BOT, the Chair and Co-Chair will identify members to join the Council from among members in good standing of the District Branch. The Chair and Co-Chair will recommend to the BOT that the selected members be appointed to the Council. Only the BOT shall have authority to appoint members to serve on Councils. The provisions of 6.2 shall apply unless specified otherwise in subsequent Sections in Chapter Six.

#### **Section 6.3**     Council on Finance and Resources

The chairperson of this Council shall be the Secretary-Treasurer. This Council shall have at least three other members chosen by the Chairperson of the Council from among members in good standing of the District

Branch with the consent of the BOT. This Council shall be responsible for overseeing all matters of the District Branch that pertain to finance and other resources including, but not limited to, human resources, IT resources, facilities, equipment, and services provided by independent contractors including reviewing contracts and evaluating the performance of these services. Regarding finance, this Council shall participate in the development of an annual budget and make recommendations to the BOT on financial matters including, but not limited to, allocation of funds, investments, security of reserve funds, and strategies to increase income. The Council shall oversee the nominating committee and have the responsibility of recruiting, mentoring, and developing members of the District Branch for leadership positions. The Council shall oversee the Bylaws Committee. This Council shall provide a report to the BOT at its regular meetings.

**Section 6.3.1 Nominating Committee**

This committee shall be constituted, function in accordance with Section 3.2 of these Bylaws and be under the authority of the Council on Finance and Resources.

**Section 6.3.2 Bylaws Committee**

This committee shall consist of a chairperson and three additional members, at least two of whom have been officers of the District Branch and shall be appointed by the BOT. This committee shall review the Bylaws at least once annually and make recommendation for changes to the BOT. This committee shall be under the authority of the Council on Finance and Resources.

**Section 6.4 Council on Member Programs and Communications**

This Council shall be responsible for all District Branch matters that pertain to membership including, identifying programs that prioritize networking and socializing with colleagues, and celebrating achievement; managing communication activities to ensure that all communication supports the advancement of the District Branch Mission and Vision while branding the District Branch and engaging members to seek additional information and/or participate in programming; providing content and resources for all communication vehicles including but not limited to website, social media, and e-communications. This Council shall also review applicants for inactive status and dues waivers, and advancement to distinguished fellow in the Association. This Council shall provide a report to the BOT at its regular meetings.

**Section 6.4.1 Early Career Psychiatrist Workgroup (General Members within their first seven years after completion of training)**

Members of the Workgroup shall be appointed by the President. The workgroup shall have 5-7 ECP members in addition to a Chair. Workgroup responsibilities include:

- Identification of non-member ECPs in New Jersey and implementation of recruitment campaigns
- Implementation of a retention campaign each year to encourage ECP member renewal
- Development of programs and services targeted at ECP members

**Section 6.4.2 Resident Workgroup**

One representative from each of the New Jersey training programs shall be chosen according to procedures agreed upon by the BOT to form the governing body of the Residents Workgroup. The representatives' term of office shall run from the last day of the Association annual meeting for one year until the last day of the Association annual meeting the following year. Workgroup responsibilities include:

- Liaise between the NJPA and training Program Directors and Residents and share information about NJPA programming and services
- Attend monthly meetings
- Participate in recruitment and retention efforts
- Collaborate on development of programs for recommendation to the BOT
- Assist NJPA staff with planning and promoting events

**Section 6.5 Council on Advocacy**

This Council shall be responsible for advocating on matters that pertain to the profession, patients, health/mental health care, and public health, by advancing the District Branch's position on legislative matters, reviewing, and commenting on proposed government regulations, collaborating with other



professional allied organizations and other means. The Council shall not advocate for a member or group of members, but rather will propose and advance positions on behalf of the District Branch. This Council shall provide a report to the BOT at its regular meetings.

**Section 6.5.1** Professional Standards Workgroup

This Workgroup shall be responsible for all District Branch matters that pertain to standards including, but not limited to, ethical standards for the profession and quality standards, best practices and evidence-based practices that inform clinical practice and affect factors such as access, finance, regulations and quality for health/mental health care services and systems. This Workgroup shall be under the authority of the Council on Advocacy and will produce District Branch Position Statements or Resource Documents when so tasked for BOT review. The Workgroup Chair will be appointed by the President from among current Council members. One or two additional members may be appointed as regular members of the workgroup. When either the Board or the Council charge the workgroup with a task, a group of experts will be convened to join the workgroup from the approved Expert Advisor Panel or the membership-at-large.

**Section 6.6** Council on Educational Event Planning

The Council shall be responsible for recommending an Annual Conference program of events to the Board of Trustees (program of events includes but is not limited to conference theme/topic, scientific sessions, speakers, vendor opportunities, member experiences, and pricing structure); Providing on-going coordination of the Annual Conference to ensure implementation according to the BOT-approved program of events; attending the Annual Conference and providing on-site support. Should the BOT determine the District Branch will host additional educational events during the year, the Council may be asked to identify speakers and/or oversee event development and implementation. This Council shall provide a report to the BOT at its regular meetings.

**Section 6.7** Additional Work Groups, Committees and Task Forces

The BOT, on its own or upon recommendation of the Executive Committee, may form and charge any ad hoc work groups, committees, and task forces as are deemed necessary to properly conduct the business of the District Branch. The President shall designate the chair and members of each group in accordance with the BOT's charge from among the voting members of the District Branch.

**CHAPTER SEVEN: ETHICS COMPLAINTS AND DISCIPLINARY PROCEDURES**

**Section 7.1** Code of Ethics

All members of the District Branch shall be bound by the current edition of the ethical code of the medical profession, specifically defined in the *Principles of Medical Ethics* of the American Medical Association and in the Association's *Principles of Medical Ethics with Annotations Especially Applicable to Psychiatry*.

**Section 7.2** Ethics Complaints

Complaints charging members of the District Branch with unethical behavior or practices shall be investigated, processed, and resolved in accordance with procedures approved by the Assembly and the Board of Trustees of the Association. The name of a member who resigns during an ethics investigation will be reported to the membership.

**CHAPTER EIGHT: CHAPTERS**

- Effective May 25, 2022, the Resident Fellow Chapter will transition to a Resident Workgroup under the Council on Member Programs and Communications.
- Effective May 24, 2023, Geographic Chapters will be dissolved and Chapter Eight: Chapters will be deleted from the Bylaws.

**Section 8.1** Chapters

There shall be chapters that are components of the District Branch consisting of five geographical chapters and a chapter for Resident-Fellow Members that shall be known as the Residents and Fellows Chapter.

**Section 8.2**     Geographical Chapter Names and County Boundaries

The five geographical Chapters shall be Central, Northern, Ocean-Monmouth, Southern and Tri-County. Each Chapter shall be identified by its name and encompass New Jersey counties as follows: Central (Hunterdon, Mercer, Middlesex, and Somerset), Northern (Bergen, Hudson, Passaic, Sussex, and Warren), Ocean-Monmouth (Monmouth and Ocean), Southern (Atlantic, Burlington, Camden, Cape May, Cumberland, Gloucester, and Salem) and Tri-County (Essex, Morris, and Union).

**Section 8.3**     Purpose

Chapters shall serve as “grass roots” organizational units of the District Branch and fulfill specific responsibilities compatible with the District Branch’s mission, vision, and values, and collaborate with the District Branch and the other chapters to advance the Mission and Vision of the District Branch.

**Section 8.4**     Membership in the Geographical Chapters

Members of Chapters must be members of the District Branch and the Association. Classification of membership and qualification for membership in a geographical chapter shall be the same as for the District Branch and the Association. Members of the Association and the District Branch shall be assigned membership in the geographic chapter which encompasses the member’s mailing address. Members will be offered the opportunity to request Chapter membership in the geographic chapter in which the member resides or has a professional psychiatric practice, if different than the mailing address chapter.

Members of the Residents and Fellows Chapter also belong to the geographical chapter in which their program resides.

**Section 8.5**     Membership in the Residents and Fellows Chapter

Being a Resident-Fellow Member in good standing of the Association and District Branch shall be the eligibility for membership in the Residents and Fellows Chapter.

When a member of this chapter is no longer in a NJ Residency or Fellowship program, such member will no longer be eligible to remain a member of this chapter.

**Section 8.6**     Chapter Officers

Geographical Chapter officers shall consist of a President and a Vice President. A Chapter may have additional officers when the Chapter deems this necessary to effectively conduct the business of the Chapter. The terms of office for Chapter Officers shall run from the last day of the Association annual meeting for one year until the last day of the Association annual meeting the following year.

One representative from each of the New Jersey training programs shall be chosen according to procedures agreed upon by the BOT to form the governing body of the Residents and Fellows Chapter. The representatives’ term of office shall run from the last day of the Association annual meeting for one year until the last day of the Association annual meeting the following year.

**Section 8.7**     BOT Trustee (provision 8.7 shall be effective until May 25, 2022. Beginning on May 26, 2022 the Geographic Chapters will not have representation on the Board of Trustees through a Chapter Trustee)

One member of each Chapter shall serve as a Trustee on the BOT of the District Branch. For the geographical chapters, this member shall be either elected by the Chapter membership or appointed according to the Chapter’s procedural code. One member of the governing body of the Residents and Fellows Chapter shall be chosen according to procedures established by the BOT to serve as a Trustee.

**Section 8.8**     Bylaws and Procedural Code

Chapters shall be governed by the District Branch Bylaws and shall not maintain separate bylaws. Each Chapter may formulate its own procedural code that with the approval of the BOT shall be used as the procedure governing the Chapter. Any change in the procedural code of any chapter must be reviewed and approved by the BOT.

**Section 8.9**     Funds

The District Branch funds that are allocated to the Chapters shall support the activities of the Chapters. Chapters shall not levy dues or assessments on their members. Each Chapter shall have the sole determination of how to allocate and spend its funds as long as the expense is for resources or activities that are compatible with the mission and strategic goals of the District Branch. The District Branch Administration shall administer all financial matters for the Chapters.

**Section 8.10**    Meetings

Individual geographic chapter meetings shall be discontinued upon approval of these amended Bylaws. In 2022, the Chapters may co-sponsor virtual meetings planned by the District Branch.

**Section 8.12**    Authority

Chapters shall not speak in the name of the District Branch.

**CHAPTER NINE: AMENDMENTS OF THE BYLAWS**

**Section 9.1**     Authority to Amend

The Bylaws may be amended via two ways:

**Section 9.1.1**   Approval by the Board of Trustees

The BOT may approve a proposed amendment by a two-thirds majority vote of the BOT at a regular meeting of the BOT at which a quorum of the BOT is present.

**Section 9.1.2**   Approval by the Membership

In the case that the BOT either does not consider a proposed amendment or considers and does not approve a proposed amendment pursuant to 9.1.1, the membership may proceed pursuant to 9.2.2.

**Section 9.2**     Procedure for Amendment

The Bylaws Committee shall review all proposals from any source, write them in the accepted form, and provide its opinion with justification in support or in opposition to the proposed amendment to the BOT.

**Section 9.2.1**   Procedure Directly via the Board of Trustees

The BOT may consider an amendment that originates within the BOT or from any NJPA Member. The BOT shall refer a proposed amendment to the Bylaws Committee in order for the Bylaws Committee to write the amendment in accepted form and to provide its opinion. The Bylaws Committee shall report back to the BOT. The BOT shall vote on the proposed amendment with approval determined pursuant to section 9.1.1.

**Section 9.2.2**   Procedure via Petition

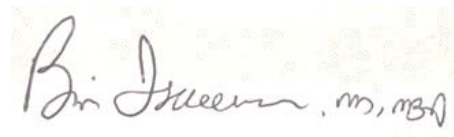
In the case that the BOT either does not consider a proposed amendment or considers and does not approve a proposed amendment, the member who initiated the proposal shall be notified of the following process for reconsideration of the BOT's action. A petition for a proposed amendment that is signed by 4% percent of the NJPA voting members shall be submitted to the District Branch by February 1 of the calendar year in which the vote will be held. The BOT shall consider a proposed amendment supported by petition. In the case that the BOT does not approve the proposed amendment by petition pursuant to 9.1.1, the District Branch shall send to the membership a notice that includes the proposed amendment in proper form, the opinion of the Bylaws Committee, and the schedule and procedure for voting. For a vote to be valid, a minimum of 15% of the voting membership must cast a vote on the proposed amendment. Approval of a proposed amendment requires that a majority of the votes cast be in favor of the amendment. The BOT shall determine the method by which votes will be cast and recorded.

**Section 9.3**     Bylaw Review and Form of Amendments

Pursuant to Section 6.3.2, the Bylaws Committee shall review the Bylaws as least once annually. After the review, the Bylaws Committee shall report to the BOT that it recommends either amending or not amending the Bylaws. The BOT shall consider and vote on an amendment or amendments proposed by the Bylaws Committee with approval determined pursuant to 9.1.1.

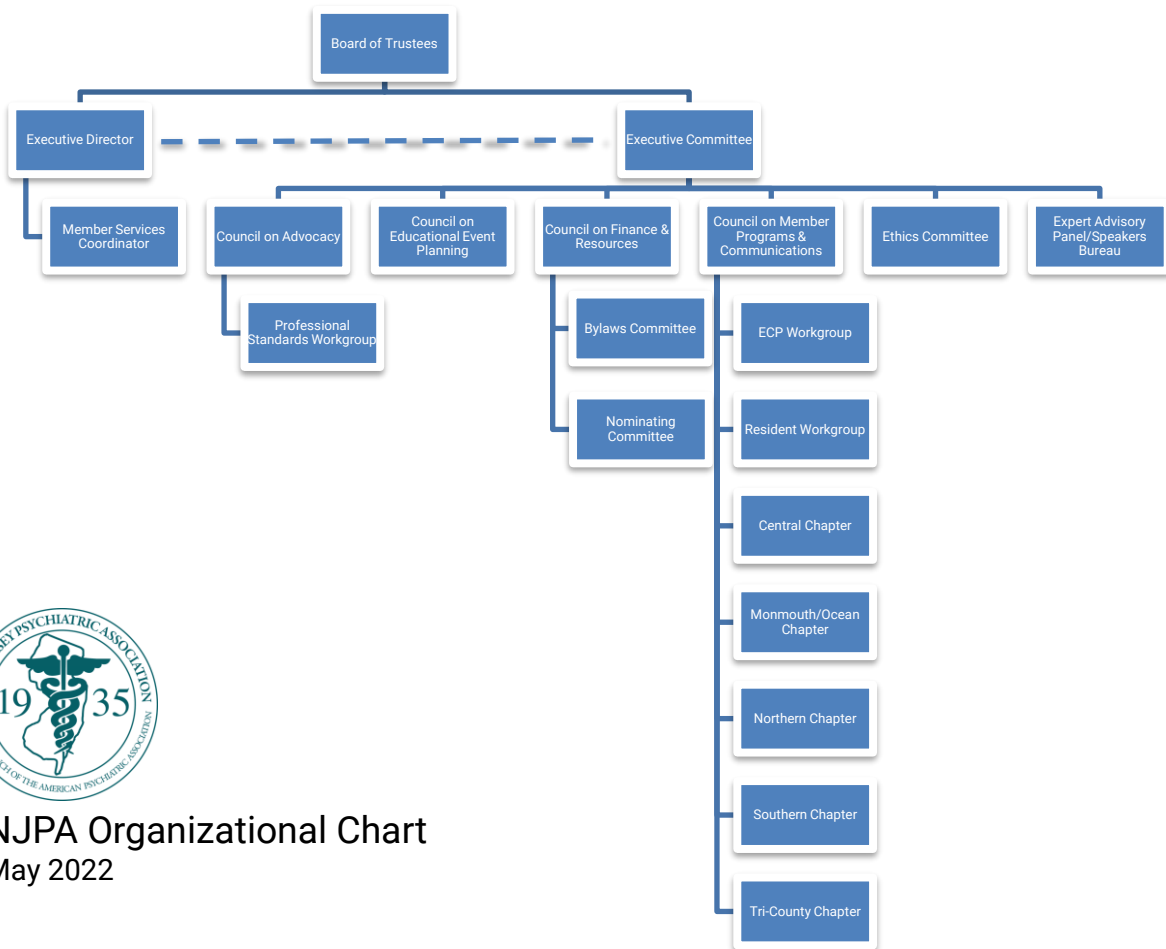
**CERTIFICATE**

I, Brian Isaacson, MD, MBA, Secretary-Treasurer of the New Jersey Psychiatric Association (a District Branch of the American Psychiatric Association), certify that the foregoing is a true copy of the current Bylaws of the Association as adopted on November 9, 2022.

A handwritten signature in black ink that reads "Brian Isaacson, MD, MBA". The signature is written in a cursive style and is positioned above the typed name.

Brian Isaacson, MD, MBA  
NJPA Secretary-Treasurer

## APPENDIX A: ORGANIZATIONAL CHART



**NJPA Organizational Chart**  
May 2022